

AUTOMOTIVE COMPONENTS GROUP WORLDWIDE
GENERAL MOTORS CORPORATION
PLEASE REFERENCE
CLAUSES FOR RETURN
ADDRESS INFORMATION

SHIP TO: 932543663

PURCHASE ORDER
1999 MODEL YEAR

THIS PURCHASE ORDER
NUMBER MUST APPEAR ON
ALL INVOICES, PACKAGES, PACKING SLIPS,
AND BILLS OF LADING.

P.O. NO.	REV. NO.	ISSUE DATE	PAGE
9C941	000	06/23/98	1 OF 10

NET	PAYMENT TERMS	F.O.B. POINT	F.O.B. TERMS	Z NUMBER	EFFECTIVE DATE
25TH PROX	OR NONE/25TH PROX	MI	COLLECT	BHBC	08/01/98

REQUIREMENTS CONTRACT

PO/REV CLAUSES: ACI THE NAO DISBURSEMENT CENTER WILL GENERATE PAYMENT FOR MATERIAL SHIPMENTS FOR PART NUMBERS DETAILED ON YOUR GM CONTRACT AT THE CURRENT CONTRACT UNIT PRICE.

TO FACILITATE PAYMENT YOU MUST ADHERE TO THE FOLLOWING GUIDELINES:
PACKING SLIPS MUST BE ATTACHED TO EACH SHIPMENT AND INCLUDE THE FOLLOWING DETAIL:

1. P.O. NUMBER PROVIDED BY DELPHI ENERGY & ENGINE MGT SYSTEMS
2. GM PART NUMBER ASSIGNED
3. DESCRIPTION OF ITEM SHIPPED
4. SHIP DATE
5. SHIPPING IDENTIFICATION NUMBER - A UNIQUE PACKING SLIP OR INVOICE NUMBER FOR EACH SHIPMENT
6. SHIP FROM DUN AND BRADSTREET NUMBER

DO NOT SEND INVOICES FOR MATERIAL (PRODUCT) SHIPMENTS. THE MATERIAL SHIPPED WILL BE PAID UNDER THE EVALUATED "PRICED" RECEIPT STRATEGY OF NAO DISBURSEMENTS. THE PACKING SLIP NUMBER USED TO IDENTIFY THE SHIPMENT MUST BE A NUMBER YOUR RECEIVABLES CAN USE TO IDENTIFY PAYMENT ON YOUR REMITTANCE ADVICE.

PRODUCTION SAMPLES TO BE SUBMITTED FOR APPROVAL WHERE INDICATED, IN ACCORDANCE WITH GENERAL MOTORS QUALITY RELIABILITY PRODUCTION PART APPROVAL PROCESS, PPAP, BEFORE PRODUCTION SHIPMENTS ARE MADE.
VENDOR AGREES TO SELL AND VENDEE AGREES TO PURCHASE AT THE PRICE AND UPON AND SUBJECT TO THE TERMS AND CONDITIONS ON THE FACE AND REVERSE SIDE HEREOF, APPROXIMATELY THE PERCENTAGE SHOWN BY THE PART OF THE VENDEES REQUIREMENTS OF THE ATTACHED ITEMS FOR THE MODEL YEAR SHOWN.
RELEASE AGAINST PURCHASE ORDER, OR D669 REV. 4-75, WHICH IS A PART OF THIS CONTRACT, WILL BE ISSUED AS REQUIRED, SPECIFYING QUANTITIES AND SHIPPING QUANTITIES AND SHIPPING INSTRUCTIONS.

TAX INFORMATION:

NU TECH PLASTICS ENGINEERING
JOHN MAILEY-PRESIDENT
8018 EMBURY ROAD
GRAND BLANC MI 48439

BUYER: CFF TRENIA A. TURNER

ALL-STATE LEGAL®
PLAINTIFF'S EXHIBIT
7

ACKNOWLEDGED BY

DATE

1. AUTOMOTIVE COMPONENTS GROUP WORLDWIDE

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REQUIREMENTS CONTRACT

PO/REV CLAUSES: ACI PHONE CALLS REGARDING QUANTITY DISCREPANCIES MUST BE DIRECTED TO THE REQUISITIONER.

PHONE CALLS REGARDING PRICE DISCREPANCIES MUST BE DIRECTED TO THE BUYER.

A MONTHLY STATEMENT IS REQUIRED TO BE SENT TO NAO DISBURSEMENTS:

NAO DISBURSEMENTS
DELPHI ENERGY & ENGINE MANAGEMENT SYSTEMS
PO BOX 436037
PONTIAC MI 48343-6037

PLEASE NOTE: FOB TERMS ON THE CONTRACT ARE FREIGHT COLLECT. ALL COMMON CARRIER CHARGES MUST BE SENT COLLECT UNLESS OTHER TERMS ARE NOTED ON THE CONTRACT. NAO DISBURSEMENTS WILL NOT PROCESS FREIGHT PAYMENTS DIRECT TO THE SUPPLIER.

UPS "CONSIGNEE BILLING", QUESTIONS SHOULD BE DIRECTED TO UPS BY PHONING 1-800-354-7527. PLEASE HAVE YOUR INDIVIDUAL LOCATION UPS SHIPPER ACCOUNT NUMBER READY WHEN CALLING.

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REQUIREMENTS CONTRACT

PO/REV CLAUSES: ACI
AED

CALL (800) 436-6668 FOR TRANSPORTATION ROUTING INSTRUCTIONS FOR
DELPHI ENERGY AND ENGINE MANAGEMENT SYSTEMS SHIPMENTS.
THIS SUPERCEDES ANY PREVIOUS ROUTING INSTRUCTION ISSUED.

SELLER SHALL DEMONSTRATE THAT SELLER HAS THE ABILITY TO RECEIVE AND
PROCESS ORDERS, FORECASTS, PLANNING AND SHIPPING INFORMATION FOR
GENERAL MOTORS AND THEIR CUSTOMERS AND SUPPLIERS, USING EDI AS THE
METHOD FOR COMMUNICATION USING ANSI X12 STANDARDS FOR TRANSMISSIONS
AND TRANSACTION SETS DEFINED BY THE GENERAL MOTORS CUSTOMER FOR EACH
EDI APPLICATION. SELLER SHALL ALSO DEMONSTRATE THE ABILITY TO
GENERATE THE GM 1724, LABEL USING INFORMATION TRANSMITTED IN THE
AIAG ANSI X-12, 862 TRANSACTION SET.

SELLER SHALL PROVIDE COMMON BAR CODED SHIPPING LABELS AS THE MEANS
TO IDENTIFY GOODS FOR SHIPMENT AS DEFINED IN THE "GM 1724 GENERAL
MOTORS SHIPPING PARTS IDENTIFICATION LABEL STANDARDS", PUBLISHED
BY THE SUPPLIER QUALITY ADMINISTRATION, GENERAL MOTORS WORLDWIDE
PURCHASING.

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BUYER:

OFF TRENIA A. TURNER

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REQUIREMENTS CONTRACT

PO/REV CLAUSES:

AED
CAP

INVOICE TO ADDRESS:

NAO DISBURSEMENTS
DELPHI ENERGY & ENGINE MANAGEMENT SYSTEMS
PO BOX 436037
PONTIAC MI 48343-6037

CFL CLAUSE CFL - CORPORATE FORCED LABOR & QUALITY CLAUSE:
SELLER REPRESENTS THAT GOODS PURCHASED UNDER THIS ORDER WERE NOT
PRODUCED WITH FORCED LABOR (AS DEFINED IN 19 U.S.C. 1307) EITHER
BY SELLER OR SELLER'S SUPPLIERS. SELLER SHALL INDEMNIFY BUYER
AGAINST ANY LIABILITY BUYER MAY INCUR IF THIS REPRESENTATION IS
INCORRECT.

SELLER AGREES TO PARTICIPATE IN BUYER'S SUPPLIER QUALITY AND
DEVELOPMENT PROGRAM(S). IN ADDITION, SELLER SHALL COMPLY WITH
ALL QUALITY REQUIREMENTS AND PROCEDURES SPECIFIED BY BUYER,
AS THE SAME MAY BE REVISED FROM TIME TO TIME, INCLUDING THOSE
APPLICABLE TO SELLER AS SET FORTH IN "QUALITY SYSTEM REQUIREMENTS
QS-9000".

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REQUIREMENTS CONTRACT

PO/REV CLAUSES:

CFL GOVERNING LAW: THIS AGREEMENT AND ALL TRANSACTIONS CONTEMPLATED HEREUNDER SHALL BE GOVERNED, CONSTRUED AND ENFORCED IN ACCORDANCE WITH THE LAWS OF THE STATE OF MICHIGAN, UNITED STATES OF AMERICA, BUT NOT INCLUDING THE UNITED NATIONS CONVENTION ON CONTRACTS FOR INTERNATIONAL SALES OF GOODS. ANY DISPUTES ARISING UNDER THIS AGREEMENT SHALL BE SUBJECT TO THE EXCLUSIVE JURISDICTION OF THE FEDERAL OR STATE COURTS LOCATED IN THE STATE OF MICHIGAN.

SELLER, AND ANY GOODS AND SERVICES SUPPLIED BY SELLER, SHALL BE YEAR 2000 COMPLIANT AND COMPATIBLE, AND SHALL FUNCTION WITHOUT ERROR OR FAULT IN THE PROCESSING (INCLUDING, BUT NOT LIMITED TO CALCULATING, MANAGING, MANIPULATING, COMPARING, AND SEQUENCING) OF DATE AND DATE-RELATED DATA, FOR THE YEARS 2000 AND BEYOND. AT BUYER'S REQUEST, SELLER SHALL CERTIFY IN WRITING ITS COMPLIANCE WITH THE FOREGOING.

CT8 (RIGHT TO AUDIT):

GM BUYER RESERVES THE RIGHT TO AUDIT ALL PERTINENT DOCUMENTS RELATING TO THE GOODS OR SERVICES COVERED BY THIS PURCHASE ORDER AND IF REQUESTED BY BUYER, SELLER SHALL PROVIDE SUCH DOCUMENTATION PROMPTLY.

C40

IF MATH DATA IS TO BE UTILIZED FOR THIS ORDER, C4 COMPLIANCE IS REQUIRED. THE FOLLOWING C4 GUIDELINES SHOULD BE USED IN CONJUNCTION WITH THE GM SUPPLIER C4 INFORMATION BOOKLET (GM-1825), AS WELL AS ANY

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PO/REV CLAUSES: C40 RELATED STATEMENTS OF WORK, STATEMENTS OF REQUIREMENTS, OR OTHER SPECIFICATIONS DOCUMENTS GOVERNING THE USE OF C4 AND MATH DATA FOR THIS ORDER.

BUYER'S PREFERENCE IS TO PROVIDE ALL MATH DATA TRANSMISSIONS TO SELLER IN THE NATIVE FILE FORMAT OF BUYER'S MATH DATA MASTER. IF NON-STRATEGIC SOFTWARE IS USED, SELLER ASSUMES ALL COSTS ASSOCIATED WITH ADDITIONAL TRANSLATIONS. IF SELLER IS TO RETURN ANY MATH DATA, IT MUST BE DATABANKED IN THE NATIVE FILE FORMAT OF THE MATH DATA MASTER.

SELLER IS RESPONSIBLE FOR THE INSPECTION AND VERIFICATION OF PARTS TO THE BUYER'S MATH DATA MASTER.

IF PORTABLE MATH DATA MEDIA (MAGNETIC TAPES, CASSETTES, OR DISKS) ARE USED, SUCH ITEMS AND ANY COPIES BELONG SOLELY TO BUYER AND MUST BE RETURNED WITHIN 30 DAYS. BUYER'S PORTABLE MATH DATA MEDIA ARE NOT TO BE USED OR STORED ON SELLER'S LIBRARIES.

BUYER DEVELOPED PROPRIETARY PRODUCTIVITY TOOLS (SUCH AS UG/GRIP, USER FUNCTIONS, UNIX SCRIPTS, ETC.), PROVIDED FOR USE IN CONNECTION WITH THIS ORDER, SHALL NOT BE UTILIZED BY SELLER FOR ANY PURPOSE(S) OTHER THAN THIS ORDER. ALL COPIES OF BUYER'S PROPRIETARY PRODUCTIVITY

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SHAW-WALKER 932543663

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PO/REV CLAUSES: C40 TOOLS ARE TO BE DESTROYED OR RETURNED TO BUYER UPON REQUEST OR AT COMPLETION OF THIS ORDER.
C95 CLAUSE C95 - SERVICE REQUIREMENTS:
IN ACCEPTING A PRODUCTION CONTRACT, SELLER IS RESPONSIBLE FOR MAINTAINING TOOLS TO DRAWING SPECIFICATIONS AND PROVIDING, WHEN SCHEDULED, ANY FUTURE SERVICE REQUIREMENTS FOR CONTRACTED PARTS. TOOLING MUST BE MAINTAINED UNTIL SELLER RECEIVES WRITTEN NOTICE FROM A GM BUYER AUTHORIZING THE MOVEMENT OR SCRAP OF TOOLS.

SELLER AGREES TO PROVIDE ALL INFORMATION NECESSARY FOR BUYER TO COMPLY WITH ALL APPLICABLE LAWS, REGULATIONS AND RELATED LEGAL REPORTING OBLIGATIONS IN THE COUNTRY(IES) OF DESTINATION. SELLER AGREES TO PROVIDE ALL DOCUMENTATION AND/OR ELECTRONIC TRANSACTION RECORDS TO ALLOW BUYER TO MEET CUSTOMS RELATED OBLIGATIONS, ANY LOCAL CONTENT/ORIGIN REQUIREMENTS, AND TO OBTAIN ALL TARIFF AND TRADE PROGRAM DUTY AVOIDANCE(S) AND/OR REFUND BENEFITS, WHERE APPLICABLE.

SELLER AGREES TO COMPLY WITH THE AUTOMOTIVE INDUSTRY ACTION GROUP'S (AIAG) DOCUMENT AND EDI PROTOCOL AND STANDARDS IN THEIR SUPPLIER INFORMATION KIT FOR US, CANADA, AND MEXICO IMPORTS.

SELLER AGREES TO ASSUME, AND TO INDEMNIFY BUYER AGAINST, ANY AND

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REQUIREMENTS CONTRACT					
					08/01/98

PO/REV CLAUSES: C95 ALL FINANCIAL RESPONSIBILITY ARISING FROM SELLER'S FAILURE TO COMPLY WITH THESE REQUIREMENTS AND/OR TO SUPPLY BUYER WITH THE INFORMATION REQUIRED TO MEET LEGAL REPORTING OBLIGATIONS, INCLUDING, WITHOUT LIMITATION, ANY FINES, PENALTIES, FORFEITURES, OR COUNSEL FEES INCURRED OR IMPOSED AS A RESULT OF ACTIONS TAKEN BY THE IMPORTING COUNTRY'S GOVERNMENT.

.....PREMIUM FREIGHT CLAUSE.....
IF SELLER'S ACTS OR OMISSIONS RESULT IN SELLER'S FAILURE TO MEET BUYER'S REQUIREMENTS AND BUYER REQUIRES A MORE EXPEDITIOUS METHOD OF TRANSPORTATION FOR THE GOODS THAN THE TRANSPORTATION METHOD ORIGINALLY SPECIFIED BY BUYER, SELLER SHALL SHIP THE GOODS AS EXPEDITIOUSLY AS POSSIBLE AT SELLER'S SOLE EXPENSE.
SEE SUPPLIER AGREES TO PROVIDE TO GENERAL MOTORS CORPORATION ANY COST DATA OR DOCUMENTATION AS REQUESTED BY THE GENERAL MOTORS COST ENGINEERING ACTIVITY.

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BUYER: CFF TRENIA A. TURNER

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PART NUMBER	PART DESCRIPTION	R E A	C L A	PQS REQUIRED (CODES)	M T V I S R	DAILY CAPACITY /HOURS	APRX. % OF BUS.	PRICES EXPENDABLE RETURNABLE	CURR UNIT	DATES EFFECTIVE EXPIRATION	SAMPLE DATE	DRAWING DATE/ NUMBER
05638496	CAP	A			N	0	100	1.05000	USD EA	08/01/98 07/31/99		09/03/93
06471223	VALVE BODY	A			N	0	100	0.39000	USD EACH	08/01/98 07/31/99		09/03/93
06472369	BODY VALVE	A			N	0	100	0.95000	USD EA	08/01/98 07/31/99		09/03/93
10243265	RESERVOIR-FUEL	A			2 N	2235 10	100	0.58610	USD EA	08/01/98 07/31/99		07/16/97
15624642	RESERVOIR-F/TNK	A			N	1376 16	100	1.58700	USD EA	08/01/98 07/31/99		12/10/88
15701701	RESERVOIR-FUEL	A			N	2752 16	100	1.37900	USD EA	08/01/98 07/31/99		12/12/91
15721555	RESERVOIR-F/TNK	A			N	2752 16	100	1.06200	USD EA	08/01/98 07/31/99		01/07/97
15721556	RESERVOIR-F/TNK	A			N	2752 16	100	1.75000	USD EA	08/01/98 07/31/99		09/19/96
25140109	ARM	A			3 N	10000 16	100	0.13500	USD EACH	08/01/98 07/31/99		08/16/95
25160694	RESERVOIR-F/PMP	A			2 N	14000 16	100	1.86000	USD EACH	08/01/98 07/31/99		03/17/98

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25554083	RESERVOIR-F/TNK	A			2 N	1580 10	100	2.28000	USD	08/01/98		01/09/98
									EA	07/31/99		